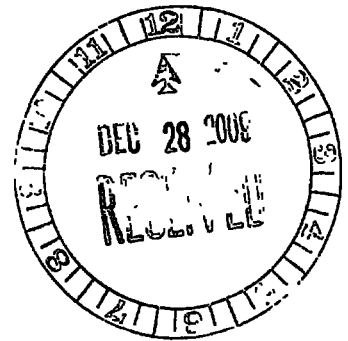


ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
SUITE 301
WASHINGTON, DC
20036

(202) 393-2266
FAX (202) 393-2156
E-MAIL alvordlaw@aol.com

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)



OF COUNSEL
URBAN A. LESTER

December 23, 2009

Chief
Section of Administration
Office of Proceedings
Surface Transportation Board
395 E Street, S.W.
Washington, D.C. 20423

RECORDATION NO. 28155 FILED

DEC 23 '09 -10 30 AM

U.S. SURFACE TRANSPORTATION BOARD

Master Service Contract 8-6304, Rider 36

Dear Section Chief,

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of December 21, 2009, a primary document as defined in the Board's Rules for the Recordation of Documents.

The name and address of the party to the enclosed document are:

Lessor.	American Railcar Leasing LLC 620 North Second Street St. Charles, Missouri 63301
[Lessee:	Canexus Chemicals Canada LP 801 7 Ave. SW Calgary AB T2P 3P7 Canada]

Section Chief
December 23, 2009
Page 2

A description of the railroad equipment covered by the enclosed document is:

45 railcars: SHPX 432842 - SHPX 432886.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$41.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/sem
Enclosures

MEMORANDUM OF LEASE

This Memorandum of Lease is prepared and filed by American Railcar Leasing LLC, a Delaware limited liability company, on behalf of (i) itself as lessor and/or as assignee of ACF Industries, Incorporated, ACF Industries LLC, American Railcar Industries, Inc., and/or ACF Acceptance LLC as the sole member of various ACF Acceptance entities, and/or (ii) as manager for one or more of the following affiliated lessors: ARI First LLC, ARI Second LLC, ARI Third LLC and Shippers Third LLC, all with respect to Canexus Chemicals Canada LP, an Alberta, Canada Limited Partnership, ("Lessee").

American Railcar Leasing LLC (as assignor or lessor, herein, "Lessor") and Lessee have entered into that certain Master Service Contract ~~Q~~-6304, rider 36, dated as of 8/13/08 (as amended, changed, assigned, modified and supplemented from time to time, together with any schedules and exhibits thereto, the "Lease"), pursuant to which Lessee leased the railcars listed on Schedule A attached hereto from Lessor on the terms and conditions set forth therein, and from time to time may lease other railcars bearing the reporting marks SHPX.

RECORDATION NO. 28155 FILED

DEC 23 '09 -10 30 AM

TRANSPORTATION BOARD

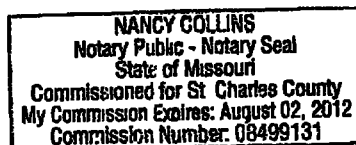
This Memorandum of Lease is prepared for registration purposes and is not intended to amend the terms and conditions of the Lease.


AMERICAN RAILCAR LEASING LLC

By: 
Name: Brian Evdo
Title: VP – Business Development

STATE OF MISSOURI)
) ss.:
COUNTY OF ST. CHARLES)

On this 21st day of Dec., 2009, before me, personally appeared Brian Evdo, to me personally known, who being by me duly sworn, says that he resides at St. Charles, Missouri and is the VP – Business Development of American Railcar Leasing LLC, that said instrument was signed on the date hereof on behalf of said company by authority of its governing body; and he acknowledged that the execution of the foregoing instrument was the free act and deed of said company.




Notary Public
My commission expires on 8/2/2012

Schedule A

Equipment

Canexus Chemicals Canada LP

Contract 8-6304 rider 36

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	432842
	Hopper	SHPX	432843
	Hopper	SHPX	432844
	Hopper	SHPX	432845
	Hopper	SHPX	432846
	Hopper	SHPX	432847
	Hopper	SHPX	432848
	Hopper	SHPX	432849
	Hopper	SHPX	432850
	Hopper	SHPX	432851
	Hopper	SHPX	432852
	Hopper	SHPX	432853
	Hopper	SHPX	432854
	Hopper	SHPX	432855
	Hopper	SHPX	432856
	Hopper	SHPX	432857
	Hopper	SHPX	432858
	Hopper	SHPX	432859
	Hopper	SHPX	432860
	Hopper	SHPX	432861
	Hopper	SHPX	432862
	Hopper	SHPX	432863
	Hopper	SHPX	432864
	Hopper	SHPX	432865
	Hopper	SHPX	432866
	Hopper	SHPX	432867
	Hopper	SHPX	432868
	Hopper	SHPX	432869
	Hopper	SHPX	432870
	Hopper	SHPX	432871
	Hopper	SHPX	432872
	Hopper	SHPX	432873
	Hopper	SHPX	432874

Schedule A

Equipment

Canexus Chemicals Canada LP

Contract 8-6304 rider 36

<u>Quantity</u>	<u>Description</u>	<u>Reporting Marks</u>	<u>Road Numbers</u>
	Hopper	SHPX	432875
	Hopper	SHPX	432876
	Hopper	SHPX	432877
	Hopper	SHPX	432878
	Hopper	SHPX	432879
	Hopper	SHPX	432880
	Hopper	SHPX	432881
	Hopper	SHPX	432882
	Hopper	SHPX	432883
	Hopper	SHPX	432884
	Hopper	SHPX	432885
	Hopper	SHPX	432886

45

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document

Dated 12/23/09



Robert W Alvord